

SECURITIES



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COMMISSION

**ANNUAL AUDITED REPORT
FORM X-17A-5
PART III**

BB 3/3

OMB APPROVAL	
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8- 44690

FACING PAGE

**Information Required of Brokers and Dealers Pursuant to Section 17 of the
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder**

REPORT FOR THE PERIOD BEGINNING 01-01-02 AND ENDING 12-31-02
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER:

MAP INVESTMENTS, INCORPORATED

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

OFFICIAL USE ONLY

FIRM I.D. NO.

~~P.O. BOX 850767~~

9912 THOMPSON AVE

(No. and Street)

YUKON

OKLAHOMA

~~73085-0767~~

73099

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

TERRY JOHNSON

(405) 577-2043

(Area Code - Telephone Number)

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report*

STEAKLEY, GILBERT & MORGAN, P.C.

(Name - if individual, state last, first, middle name)

15 N. ROBINSON, SUITE 701

OKLAHOMA CITY

OKLAHOMA

73102

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

☒ Certified Public Accountant☐ Public Accountant☐ Accountant not resident in United States or any of its possessions.

PROCESSED

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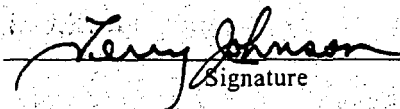
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DIVISION
FINANCIAL

*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2).

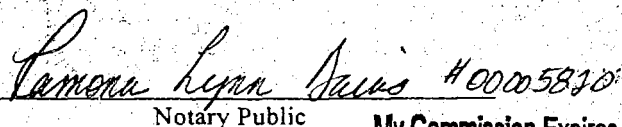
OATH OR AFFIRMATION

I, TERRY JOHNSON, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of MAP INVESTMENT, INC., as of DECEMBER 31, 2002, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:


Signature

VICE PRESIDENT

Title


Notary Public

My Commission Expires Apr. 3, 2004

This report ** contains (check all applicable boxes):

- ☒ (a) Facing Page.
- ☒ (b) Statement of Financial Condition.
- ☒ (c) Statement of Income (Loss).
- ☒ (d) Statement of ~~XXXXXX CASH FLOWS.~~
- ☒ (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- ☐ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors. (NOT APPLICABLE)
- ☒ (g) Computation of Net Capital.
- ☒ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☐ (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3. (NOT APPLICABLE)
- ☐ (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-3 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3. (NOT REQUIRED)
- ☐ (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation. (NOT APPLICABLE)
- ☒ (l) An Oath or Affirmation.
- ☐ (m) A copy of the SIPC Supplemental Report. (NOT REQUIRED)
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.
- ☒ (o) SUPPLEMENTAL REPORT ON INTERNAL CONTROL STRUCTURE. (NOT APPLICABLE)

**For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

MAP INVESTMENTS, INCORPORATED
(A Wholly Owned Subsidiary of Mid-America Partners, Inc.)
(S.E.C. ID NO. 8-44690)

AUDITED FINANCIAL STATEMENTS
AND SUPPLEMENTARY INFORMATION

DECEMBER 31, 2002

STEAKLEY, GILBERT & MORGAN, P.C.

CERTIFIED PUBLIC ACCOUNTANTS

15 N. ROBINSON, SUITE 701

OKLAHOMA CITY, OKLAHOMA 73102

STEVEN R. STEAKLEY, CPA

GREG P. GILBERT, CPA

SCOTT S. MORGAN, CPA

JANE A. HRESKO, CPA

JEFFREY J. BOWSER, CPA

TRAVIS LANE, CPA

OFFICE: (405) 235-4400

FAX: (405) 236-2207

Independent Auditor's Report

To the Shareholder of Map Investments, Incorporated
Oklahoma City, Oklahoma

We have audited the financial statements and supplemental schedules listed below of MAP Investments, Incorporated (the "Company"), a wholly owned subsidiary of Mid-America Partners, Inc. (The "Parent"), for the year ended December 31, 2002, that you are filing pursuant to Rule 17a-5 under the Securities Exchange act of 1934:

Financial Statements:

	<u>Page</u>
Statement of Financial Condition	1
Statement of Operations	2
Statement of Changes in Stockholder's Equity	3
Statement of Cash Flows	4

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with U.S. generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Map Investments, Incorporated as of December 31, 2002 and the results of its operations and its cash flows for the year then ended in conformity with U.S. generally accepted accounting principles.

The accompanying financial statements have been prepared from the separate records maintained by the Company and may not necessarily be indicative of the conditions that would have existed or the results of operations if the Company had been operated as an unaffiliated company.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The following supplemental schedules of the Company as of December 31, 2002, are presented for purposes of additional analysis and are not a required part of the basic financial statements, but are supplementary information required by Rule 17a-5 under the Securities Exchange Act of 1934.

	<u>Page</u>
Computation of Net Capital for Brokers and Dealers Pursuant to Rule 15c3-1 under the Securities Exchange Act of 1934	7
Computation for Determination of Reserve Requirements for Brokers and Dealers Pursuant to Rule 15c3-3 under the Securities Exchange Act of 1934	8

These schedules are the responsibility of the Company's management. Such schedules have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, are fairly stated in all material respects when considered in relation to the basic financial statements taken as a whole.

Steakley Gilbert & Morgan

MAP INVESTMENTS, INCORPORATED
STATEMENT OF FINANCIAL CONDITION
DECEMBER 31, 2002

ASSETS

Cash	\$ 26,238
Clearing deposit	7,155
Receivable from brokers and dealer	112
Prepaid expenses	520
Property and equipment, net	<u>-0-</u>
 TOTAL	 <u><u>\$ 34,025</u></u>

LIABILITIES & STOCKHOLDER'S EQUITY

Accounts Payable - affiliated company	\$ 1,013
 Stockholder's Equity:	
Common stock, \$1 par value, 1,000 shares authorized issued and outstanding	 1,000
Additional paid-in capital	130,035
Retained deficit	<u>(98,023)</u>
Total stockholder's equity	<u>33,012</u>
 TOTAL	 <u><u>\$ 34,025</u></u>

The accompanying notes are an integral
part of these financial statements.

MAP INVESTMENTS, INCORPORATED
STATEMENT OF OPERATIONS
FOR THE YEAR ENDED DECEMBER 31, 2002

REVENUES:

Commissions	\$ 1,013
Interest	<u>70</u>
Total revenues	<u>1,083</u>

EXPENSES:

Administrative fee	1,013
Dues and licensing fees	<u>983</u>
Total expenses	<u>1,996</u>

NET (LOSS)	<u><u>\$ (913)</u></u>
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The accompanying notes are an integral
part of these financial statements.

MAP INVESTMENTS, INCORPORATED
STATEMENT OF CHANGES IN STOCKHOLDER'S EQUITY
FOR THE YEAR ENDED DECEMBER 31, 2002

	<u>COMMON STOCK</u>	<u>ADDITIONAL PAID-IN CAPITAL</u>	<u>RETAINED (DEFICIT)</u>	<u>TOTAL</u>
Balance, January 1, 2002	\$ 1,000	\$130,035	\$ (97,110)	\$ 33,925
Net (loss)	<u>--</u>	<u>--</u>	<u>(913)</u>	<u>(913)</u>
Balance, December 31, 2002	<u>\$ 1,000</u>	<u>\$130,035</u>	<u>\$ (98,023)</u>	<u>\$ 33,012</u>

The accompanying notes are an integral
part of these financial statements.

MAP INVESTMENTS, INCORPORATED
STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED DECEMBER 31, 2002

CASH FLOWS FROM OPERATING ACTIVITIES:

Net (loss)	\$ (913)
Changes in assets and liabilities:	
Clearing deposit	(307)
Receivable from brokers and dealers	(86)
Prepaid expenses	1,220
Accounts payable - affiliated company	<u>635</u>
Net cash provided by (used by) operating activities	<u>549</u>
NET INCREASE (DECREASE) IN CASH	549
CASH, Beginning of year	<u>25,689</u>
CASH, End of year	<u><u>\$ 26,238</u></u>

The accompanying notes are an integral
part of these financial statements.

MAP INVESTMENTS, INCORPORATED
NOTES TO FINANCIAL STATEMENTS (continued)
DECEMBER 31, 2002

NOTE C - RESERVE REQUIREMENT FOR BROKERS AND DEALERS

The Company is exempt from the provisions of Rule 15c3-3 under the Act as an introducing broker or dealer transacting security transactions on a fully disclosed basis. The Company does not maintain physical custody of securities or customer accounts. Because of such exemption, the Company is not required to prepare a "Computation for Determination of the Reserve Requirements" nor "Information Relating to the Possession or Control Requirements" for brokers and dealers.

NOTE D - RELATED PARTY TRANSACTIONS

The Company has an administrative agreement with its Parent. Under the terms of the agreement, the Parent agrees to provide its personnel and all related sales, general and administrative costs to the Company. In return, the Company has agreed to pay the Parent 100% of the commissions it earns. During 2002, the Company paid \$378 to the Parent under this agreement and owed \$1,013 at December 31, 2002. In addition, the Parent has agreed to make capital contributions to the Company such that it maintains regulatory net capital, as defined, of at least 120% of the regulatory required minimum net capital.

MAP INVESTMENTS, INCORPORATED
COMPUTATION AND RECONCILIATION OF NET CAPITAL
DECEMBER 31, 2002

NET CAPITAL:

Total stockholders' equity from statement of financial condition	\$ 33,012
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DEDUCT

Non-allowable assets:	
Prepaid expenses	520
Property and equipment, net	<u>-0-</u>

NET CAPITAL	<u>\$ 32,492</u>
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CAPITAL REQUIREMENT

Net capital requirement pursuant to Rule 15c3-1	\$ 25,000
Net capital in excess of requirement	<u>7,492</u>

NET CAPITAL AS ABOVE	<u>\$ 32,492</u>
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AGGREGATE INDEBTEDNESS	<u>\$ 1,013</u>
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RATIO OF AGGREGATE INDEBTEDNESS TO NET CAPITAL	<u>0.03</u>
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NOTE: There are no material differences between the amounts reported above and the Company's unaudited FOCUS Report Part II as of December 31, 2002. Therefore, no reconciliation is deemed necessary.

MAP INVESTMENTS, INCORPORATED
COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS
FOR BROKERS AND DEALERS PURSUANT TO RULE 15C3-3
DECEMBER 31, 2002

EXEMPTION UNDER SECTION (k)(2)(ii) IS CLAIMED:

All customer transactions are cleared through another broker-dealer on a fully disclosed basis.

MAP INVESTMENTS, INCORPORATED

REPORT ON INTERNAL CONTROL

DECEMBER 31, 2002

STEAKLEY, GILBERT & MORGAN, P.C.

CERTIFIED PUBLIC ACCOUNTANTS

15 N. ROBINSON, SUITE 701

OKLAHOMA CITY, OKLAHOMA 73102

STEVEN R. STEAKLEY, CPA

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TRAVIS LANE, CPA

OFFICE: (405) 235-4400

FAX: (405) 236-2207

INDEPENDENT AUDITOR'S REPORT ON INTERNAL ACCOUNTING CONTROL

To The Shareholder of
Map Investments, Incorporated

In planning and performing our audit of the financial statements of MAP Investments, Incorporated (the "Company") for the year ended December 31, 2002, we considered its internal control structure in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal control structure.

Also, as required by rule 17a-5(g)(1) under the Securities and Exchange Act of 1934, we have made a study of the practices and procedures (including tests of compliance with such practices and procedures) followed by the Company that we considered relevant to the objectives stated in rule 17a-5(g), in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(II) and the procedures for determining compliance with the exemptive provisions of rule 15c3-3(e). The Company was in compliance with the conditions of the exemption and no facts came to our attention indicating that such conditions had not been complied with. Since the Company does not carry customers accounts or perform custodial functions relating to customer securities, we did not review procedures followed in making the quarterly securities examinations, counts, verifications and comparisons, and the recordation of differences required by rule 17a-13 or in complying with the requirements for prompt payment for securities under Section 8 of Regulation T of the Board of Governors of the Federal Reserve System.

The management of the Company is responsible for establishing and maintaining an internal control structure and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of internal control structure policies and procedures and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the Securities and Exchange Commission's (the "Commission") above-mentioned objectives. Two of the objectives of an internal control structure and the practices and procedures are to provide management with

reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss, unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit preparation of financial statements in conformity with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in any internal control structure or the practices and procedures referred to above, errors or irregularities may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

Our consideration of the internal control structure would not necessarily disclose all matters in the internal control structure that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control structure elements does not reduce to a relatively low level the risk that errors or irregularities in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving the internal control structure, including procedures for safeguarding securities, that we consider to be material weaknesses as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the Commission to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at December 31, 2002, to meet the Commission's objectives.

This report is intended solely for the use of management, the Securities and Exchange Commission, and other regulatory agencies which rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 and should not be used for any other purpose.

Oklahoma City, Oklahoma
February 13, 2003

Steeley Gilbert & Morgan